BENARES HOTELS LIMITED

CIN: L55101UP1971PLC003480
Registered Office: Taj Ganges, Nadesar Palace Compound, Varanasi - 221002 | **T:** +91 542 666 0001
E-mail: tghaccts.ben@tajhotels.com | **Website**: www.benareshotelslimited.com
Corporate Office: Taj Palace, Sardar Patel Marg, New Delhi - 110021 | **T:** +91 11 6650 3549/3704
E-mail: investor@tajhotels.com

NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013
read with the Companies (Management and Administration) Rules, 2014, as amended]

E-VOTING STARTS ON	E-VOTING ENDS ON
MONDAY, NOVEMBER 23, 2026- 9.00 A.M. (IST)	TUESDAY, DECEMBER 22, 2026 - 5.00 P.M. (IST)

Dear Member(s),

NOTICE is hereby given that pursuant to the provisions of Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 **('Act')** read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 **('Rules')**, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **('SEBI Listing Regulations')**, Secretarial Standard-2 on General Meetings issued by The Institute of Company Secretaries of India **('SS-2')**, each as amended, and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs **('MCA')** for holding general meetings/ conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025 (collectively referred to as **'MCA Circulars'**), approval of Members of the Company is being sought to transact the special business as set out hereunder by passing Ordinary Resolution by way of postal ballot, only by means of voting through electronic means **('remote e-voting').**

In compliance with the aforesaid MCA Circulars, this Notice is being sent by the Company only through electronic mode to those Members whose email addresses are registered with the Company/ Registrar and Transfer Agent **('RTA')** / Depositories as on Friday, November 13, 2026 ('**Cut-off date'**). Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot. If your email address is not registered with the Company /RTA/ Depository Participant(s), please follow the process provided in the notes to this Notice.

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act, read with Rules, the MCA Circulars and SS-2, the Company is providing remote e-voting facility to its members, to enable them to cast their votes electronically instead of submitting postal ballot form physically. The communication of the assent or dissent of the Members would only take place through the remote e-voting system. The Company has engaged the services of National Securities Depository Limited **('NSDL')** for the purpose of providing remote e-voting facility to its Members. The instructions to remote e-voting are appended to this Notice.

Pursuant to Sections 102 and 110 and other applicable provisions of the Act, the explanatory statement pertaining to the said Resolution setting out the material facts and the reasons/ rationale thereof and the additional information as required under the Listing Regulations is annexed to this Notice for your consideration and forms part of this Notice.

The Notice is also available on the website of the Company https://www.benareshotelslimited.com/.

Members desiring to exercise their vote through the remote e-voting facility are requested to carefully read the instructions and follow the procedure as stated in the Notes forming part of this Notice for casting their votes not later than 5:00 pm (IST) on Tuesday, December 22, 2026. The remote e-voting facility will be disabled by NSDL thereafter and voting shall not be allowed beyond the said date and time.

The Board of Directors at their meeting held on October 16, 2026, has appointed Arvind Kohli and Associates, Company Secretaries (FCS: 4434; COP: 2818), as the Scrutinizer for conducting the Postal Ballot, through the e-voting process, in a fair and transparent manner. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.

Upon completion of the scrutiny of the votes cast, Scrutinizer will submit his report to the Chairman or the Company Secretary of the Company on or before Wednesday, December 23, 2026. The results declared, along with the Scrutinizer's Report, shall be announced by the Chairman or Company Secretary, within the stipulated timelines.

The said results will be displayed on the website of the Company https://www.benareshotelslimited.com/shareholder-information/postal-ballots/ and on the website of NSDL at www.evoting.nsdl.com and shall also be communicated to the Stock Exchange where the equity Shares of the Company are listed viz. BSE Limited **('BSE')** and be made available on their website at www.bseindia.com. The results will also be displayed at the Registered Office of the Company. The resolution so passed shall be deemed to be passed on the last date of the remote e-voting i.e., Tuesday, December 22, 2026.

SPECIAL BUSINESS:

ITEM NO. 1: APPOINTMENT OF MR. SATYAJEET KRISHNAN (DIN: 07491453) AS A NON-EXECUTIVE NON-INDEPENDENT DIRECTOR OF THE COMPANY.

To consider, and if thought fit, to pass the following resolution, as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to provisions of Section 152 and 160 of the Companies Act, 2013 (the 'Act') read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions (including any statutory modification(s) or re-enactment thereof for the time being in force), Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the provisions of the Articles of Association of the Company and basis the recommendation of Nomination & Remuneration Committee, Mr. Satyajeet Krishnan (DIN: 07491453) was appointed as an Additional Director of the Company with effect from October 16, 2026 under Section 161(1) of the Act and Article 122 of the Articles of Association of the Company by the Board of Directors and who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Non-Executive Director, be and is hereby appointed as a Non-Executive Director of the Company, liable to retire by rotation;

RESOLVED FURTHER THAT any of the Director or the Company Secretary be and are hereby severally authorized to do all such acts, deeds, matters and things and execute such documentation as may be necessary to give effect to this Resolution."

By order of the Board of Directors
For Benares Hotels Limited

Vanika Mahajan (A34515)
Company Secretary

New Delhi | October 16, 2026

Registered office:
Taj Ganges,
Nadesar Palace Compound,
Varanasi - 221 002
CIN: L55101UP1971PLC003480
Tel.: 0542 6660001
E-mail: investor@tajhotels.com
Website: www.benareshotelslimited.com

NOTES:

1. The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 **('Act')** read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 **('Rules')**, each as amended and Secretarial Standard-2 (**'SS-2'**) on General Meetings, setting out the material facts relating to the aforesaid Resolution is annexed hereto and forms part of this Postal Ballot Notice **('Notice')**.

2. The Brief Profile and other required information about the appointment of Director pursuant to Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-2 is annexed to this Notice.

3. In compliance with the MCA circulars, the Company is sending this Notice only in electronic form to those Members whose names appear in the Register of Members/ List of Beneficial Owners as received from the National Securities Depository Limited ('**NSDL'**) and, Central Depository Services Limited ('**CDSL'**) and the Company's Registrar and Share Transfer Agent ('**RTA'**) as on **Friday, November 13, 2026** ('**Cut-off Date'**) and whose e-mail addresses are registered with the Company/ Depositories/ RTA or who will register their e-mail address in accordance with the process outlined in this Notice. Only those Members whose names are appearing in the Register of Members/ List of Beneficial Owners as on the Cut-off Date shall be eligible to cast their votes through Postal Ballot by remote e- voting. A person who is not a member as on the Cut-off Date should treat this Notice for information purposes only. It is however clarified that, all Members of the Company as on the Cut-off Date (including those Members who may not have received this Notice due to non-registration of their email addresses with the Company / RTA / Depositories) shall be entitled to vote in relation to the aforementioned resolution in accordance with the process specified in this Notice. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-off Date.

4. In compliance with Regulation 44 of the SEBI Listing Regulations and Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and the MCA Circulars, the Company is pleased to provide facility of remote e-voting to enable its Members to cast their votes electronically in respect of the Resolution as set out in this Postal Ballot Notice. The instructions for remote e-voting are mentioned in Note No. 10 of this Notice. A Member shall only avail this facility as per the instructions provided herein.

5. The remote e-voting shall commence on **Monday, November 23, 2026 at 9:00 a.m. (IST)** and will close on **Tuesday, December 22, 2026 at 5:00 p.m. (IST).** During this period, the Members of the Company holding shares either in physical form or dematerialized form, as on the Cut- off Date, may cast their vote electronically. The remote e-voting module will be disabled for voting by NSDL thereafter. Once vote on the resolution is cast by the Member, he/ she shall not be allowed to change it subsequently or cast the vote again.

6. A copy of this Postal Ballot Notice is also available on the website of the Company at https://www.benareshotelslimited.com/shareholder-information/postal-ballots/, the relevant section of the website of BSE at www.bseindia.com on which the equity shares of the Company are listed and on the website of NSDL at www.evoting.nsdl.com.

7. **The voting for this Postal Ballot cannot be exercised through proxy.**

8. Members who wish to inspect the documents referred to in the Notice or Explanatory Statement may send their request at investor@tajhotels.com from their registered email address mentioning their Name, Folio Number / DP ID & Client ID until the last date of remote e-voting period of this Postal Ballot i.e., Tuesday, December 22, 2026 .

9. The resolution, if passed by the requisite majority will be deemed to have been passed on the last date specified for E-voting i.e., Tuesday, December 22, 2026. Further, resolution passed by the Members through E- voting are deemed to have been passed effectively at a General Meeting.

10. **THE INSTRUCTIONS FOR REMOTE E-VOTING ARE AS UNDER:**

The remote e-voting period commences on Monday, November 23, 2026 at 09:00 A.M. (IST) and ends on Tuesday, December 22, 2026 at 05:00 P.M. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members/Beneficial Owners as on the record date (cut-off date) i.e., Friday, November 13, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being, Friday, November 13, 2026.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of 'Two Steps' which are mentioned below:

STEP 1: ACCESS TO NSDL E-VOTING SYSTEM AT https://www.evoting.nsdl.com/

A. Login method for e-Voting for Individual shareholders holding securities in electronic mode.

In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on 'e-Voting facility provided by Listed Companies', Individual shareholders holding securities in electronic mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	**Login Method**
Individual Shareholders holding securities in demat mode with NSDL	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e., NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under

	'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e., NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play  
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e., NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Important Note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com contact at toll free no. 1800-21-09911

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
   Alternatively, if you are registered for NSDL eservices i.e., IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e., Cast your vote electronically.
4. Your User ID details are given below:

Manner of holding shares i.e., Demat (NSDL or CDSL) or Physical	Your User ID is:
For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID. For example, if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID. For example, if your Beneficiary ID is 12********** then your user ID is 12**********
For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company. For example, if folio number is 001*** and EVEN is 143544 then user ID is 143544001***

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the 'Initial password' or have forgotten your password:
   a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

STEP 2: CAST YOUR VOTE ELECTRONICALLY ON NSDL E-VOTING SYSTEM

How to cast your vote electronically on NSDL e-Voting system ?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select '**EVEN'** of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e., assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders:

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to investor@tajhotels.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on '**Upload Board Resolution / Authority Letter'** displayed under '**e-Voting**' tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 or send a request to at evoting@nsdl.com.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this Notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to investor@tajhotels.com.

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to investor@tajhotels.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **Step 1 (A) i.e., Login method for e-Voting for Individual shareholders holding securities in demat mode.**

3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

By order of the Board of Directors
For Benares Hotels Limited

Vanika Mahajan (A34515)
Company Secretary

New Delhi | October 16, 2026

Registered office:
Taj Ganges,
Nadesar Palace Compound,
Varanasi - 221 002
CIN: L55101UP1971PLC003480
Tel.: 0542 6660001
E-mail: investor@tajhotels.com

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) AND 110 OF THE COMPANIES ACT (''ACT''), 2013 SETTING OUT ALL THE MATERIAL FACTS RELATING TO THE SPECIAL BUSINESS AS SET OUT IN THIS NOTICE.

Item No. 1: Appointment of Mr. Satyajeet Krishnan (DIN: 07491453) as a Non-Executive Non-Independent Director of the Company.

Mr. Satyajeet Krishnan (DIN: 07491453), was appointed as an Additional Director of the Company in Non-Executive Non-Independent Director Capacity, by the Board of Directors with effect from October 16, 2026 under section 161(1) of the Companies Act, 2013 (Act), he holds office as an Additional Director up to the date of the forthcoming Annual General Meeting (AGM) of the Company or a period of three months from the date of appointment, whichever is earlier, but is eligible for appointment as Director.

Mr. Satyajeet Krishnan is a professional Hotelier with more than 3 decades of experience. A brief profile of Mr. Satyajeet Krishnan is annexed hereto. His vast knowledge and experience would be of immense help to the Board. Mr. Satyajeet Krishnan together with his relatives does not hold any shares / voting rights of the company.

Based on the skills, competence and expertise required for the Board in the context of the business and sector of the Company, the Nomination & Remuneration Committee ('**NRC'**) has recommended to the Board that his qualification and rich experience meets the skills and capabilities required for the role of Director of the Company. Based on the recommendation of the NRC, the Board of Directors of the Company (the '**Board'**) has determined that he possess the identified core skills, expertise and competencies fundamental for effective discharge of his role as a Director of the Company and his association would be of immense benefit to the Company. Accordingly, Board at its meeting held on October 16, 2026, have recommended the appointment Mr. Satyajeet Krishnan as Additional Non-Executive Non-Independent Director of the Company, liable to retire by rotation, subject to the approval of the Members by way of Ordinary Resolution.

The Company has in terms of Section 160(1) of the Act, received notice from Member proposing his candidature for the office of Director. He has also confirmed that he is not disqualified from being appointed as Directors in terms of the provisions of Section 164 (2) of the Act and is not debarred to hold the office of a Director by virtue of any order passed by SEBI or any other authority and have given his consent to act as Directors of the Company. There is no inter se relationship between Mr. Satyajeet Krishnan and any other member of the Board and other Key Managerial Personnel of the Company

Pursuant to Regulation 36(3) of SEBI Listing Regulations and Para 1.2.5 of Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI), requisite particulars of Mr. Satyajeet Krishnan (DIN: 07491453) including his profile and specific areas of expertise are given in this Notice as 'Annexure - 1'.

Except for Mr. Satyajeet Krishnan and his relatives, none of the other Directors or Key Managerial Personnel of the Company and their relatives, are in any way financially or otherwise concerned or interested in the Resolution set out in this Notice.

The Board commends the Ordinary Resolution set out at Item No. 1 of the accompanying Notice for approval of the Members.

ANNEXURE - 1

DETAILS OF DIRECTOR SEEKING APPOINTMENT

[Pursuant to the Regulation 36 (3) of the SEBI Listing Regulations and Secretarial Standard - 2 on General Meetings]

Name of Director	**Mr. Satyejeet Krishnan**
DIN	07491453
Designation	Additional Director
Age	56
Date of Birth	23/09/1970
Date of First Appointment by the Board	October 16, 2026
Experience & Expertise in specific functional areas/ brief resume	Mr. Satyajeet Krishnan is the Senior Vice President – Operations (North), The Indian Hotels Company Limited. Mr. Krishnan oversees operations across Jammu & Kashmir, Uttar Pradesh, Uttarakhand, Delhi NCR, Punjab, Haryana, Chandigarh, Himachal Pradesh and Rajasthan. With a career spanning over three decades, Mr. Krishnan has led several iconic IHCL hotels, including Rambagh Palace, Jaipur and Taj Mahal, New Delhi. He has also served as Area Director – North and General Manager, Taj Mahal, New Delhi, where he oversaw multiple IHCL properties in the capital. Mr. Krishnan began his professional journey at Taj Mahal, New Delhi, where he spent his formative years in hoteliering before taking on leadership roles across various IHCL properties.
Qualifications	- B.A. Hons degree
Skills and capabilities required for the role and the manner in which the Independent Directors meet the requirements	Refer the Explanatory Statement annexed to the Notice.
Terms and Conditions of appointment	- Director in Non-Executive Non-Independent capacity - Liable to retire by rotation
Details of Remuneration sought to be paid	Sitting Fees, Commission / Remuneration, as may be decided by Board, in each of the financial years.
Details of shares held in the Company	Nil
Listed entities in which the director has resigned in the past three years	Nil
Directorship in other Companies, excluding foreign companies, if any (as on October 16, 2026)	- Northern India Hotels Limited - United Hotels Limited
Names of Listed entities from which Director has resigned in the past three years	Nil
Chairman/Member of the Committees of other Companies on which he is a Director (includes only Audit Committee and Stakeholders' Relationship Committee) (as on October 16, 2026)	**Audit Committee** United Hotels Limited - Member **Stakeholders' Relationship Committee** -

By order of the Board of Directors
For Benares Hotels Limited

Vanika Mahajan (A34515)
Company Secretary

New Delhi | October 16, 2026

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